



Notice of Availability of Proxy Materials for Enthusiast Gaming Holdings Inc. Annual General and Special Meeting

Meeting Date and Time: October 28, 2025 at 10:00 a.m. (Pacific Time) / 1:00 p.m. (Eastern Time)

Location: Virtual Meeting via live webcast at <https://meetings.lumiconnect.com/400-273-188-609>

Please be advised that the proxy materials for the above noted securityholder meeting are available for viewing and downloading online. This document provides an overview of these materials, but you are reminded to access and review the management information circular (the “**Management Information Circular**”) and other proxy materials available online prior to voting. These materials are available at:

<https://odysseytrust.com/client/eglx/>

OR

www.sedarplus.ca

Obtaining Paper Copies of the Proxy Materials

The Canadian securities regulators have adopted rules which permit the use of notice-and-access for proxy solicitation instead of the traditional physical delivery of material. This process provides the option to post meeting related materials including management information circulars, as well as annual financial statements and management’s discussion and analysis on a website in addition to SEDAR+.

Securityholders may request to receive paper copies of the proxy materials related to the above referenced meeting by mail at no cost. Requests for paper copies must be received by **October 14, 2025** in order to receive the paper copy in advance of the meeting. Shareholders may request to receive a paper copy of the meeting materials for up to one year from the date the meeting materials were filed on www.sedarplus.com.

For more information regarding notice-and-access or to obtain a paper copy of the meeting materials you may contact our transfer agent, Odyssey Trust Company, via www.odysseycontact.com or by phone at 1-888-290-1175 (toll-free within North America) or 1-587-885-0960 (direct from outside North America).

Notice of Meeting

The resolutions to be voted on at the meeting, described in detail in the Management Information Circular, are as follows:

Number of Directors:

Shareholders will be asked to set the number of directors at six (6). Information respecting the number of directors may be found in the Management Information Circular under “*Number of Directors and Election of Directors*”.

Election of Directors:

Shareholders will be asked to elect directors for the ensuing year. Information respecting the election of directors may be found in the Management Information Circular under “*Number of Directors and Election of Directors*”.

Appointment of Auditors:

Shareholders will be asked to appoint RSM Canada LLP as auditors of the Company and authorize the board of directors of the Company to fix the auditors' remuneration and terms of engagement. Information respecting the appointment of auditors may be found in the Management Information Circular under "*Appointment of Auditors*".

Issuance of Warrant Shares:

Shareholders will be asked to consider, and if deemed appropriate, to pass, with or without variation, a resolution of disinterested shareholders (the "**Issuance Resolution**") to approve, subject to TSX approval, the issuance by the Company of a sufficient number of common shares of the Company ("**Common Shares**") greater than 38,914,887 Common Shares (being 25% of the issued and outstanding Common Shares as at July 11, 2024, being the date of the TSX's original approval of the common share purchase warrants ("**Warrants**") issuable pursuant to the credit agreement dated as of July 12, 2024 in respect of the Company's non-revolving debt facility of \$20 million (the "**Credit Agreement**") upon (i) the exercise of up to 42,504,187 Warrants held by Beedie Investments Ltd. ("**Beedie Capital**"), and/or (ii) the conversion of any payment-in-kind interest which has been added to the principal of the term loans issued by Beedie Capital to the Company ("**PIK Interest**") into Common Shares, so as to enable Beedie Capital to acquire the maximum number of Common Shares that Beedie Capital would have otherwise been able to acquire pursuant to the exercise of its Warrants, and/or upon the conversion of any PIK Interest into Common Shares, in each case in accordance with the terms of the forbearance and first supplemental credit agreement (which amends and supplements the Credit Agreement) among the Company, as borrower, certain subsidiaries of the Company, as guarantors, Beedie Capital, as administrative and collateral agent, and lenders led by Beedie Capital entered into on July 10, 2025. Information respecting the Warrants and the PIK Interest may be found in the Management Information Circular under "*Approval of Issuance of Warrant Shares and PIK Interest Shares*".

Voting

To vote your securities, please refer to the instructions on the enclosed Proxy or Voting Instruction Form. Your Proxy or Voting Instruction Form must be received by October 24, 2025 at 10:00 a.m. (Pacific Time) / 1:00 p.m. (Eastern Time).

Non-registered (beneficial) shareholders should follow the instructions on the voting instruction form or other form of proxy provided by their intermediaries with respect to the procedures to be followed for voting.

Only registered shareholders and duly appointed proxyholders will be entitled to vote at the meeting. Shareholders who wish to appoint a proxyholder other than the persons designated by Enthusiast Gaming Holdings Inc. on the form of proxy or identified on the voting instruction form (including a non-registered shareholder who wishes to appoint themselves) to represent them at the meeting must carefully follow the instructions in the Management Information Circular and on their form of proxy or voting instruction form. Failure to register the proxyholder with our transfer agent will result in the proxyholder not receiving a control number to vote in the meeting and only being able to attend as a guest. Non-registered shareholders located in the United States must also provide Odyssey Trust Company with a duly completed legal proxy if they wish to vote at the meeting or appoint a third party as their proxyholder.

Stratification

The Company is providing paper copies of its Management Information Circular only to those registered shareholders and beneficial shareholders that have previously requested to receive paper materials.

Annual Financial Statements

The Company is providing paper copies or emailing electronic copies of its annual financial statements to registered shareholders and beneficial shareholders that have opted to receive annual financial statements and have indicated a preference for either delivery method.